

Exhibit A

NEBRASKA SUPREME COURT RULES RELATING TO CONTINUING LEGAL EDUCATION

PREFACE

It is in the best interests of the public that attorneys admitted to the practice of law in Nebraska continue their legal education so as to maintain and increase their professional competence. These rules establish minimum requirements for continuing legal education ("CLE") for attorneys to maintain their admission to practice law in this state.

NEBRASKA SUPREME COURT CLE RULE 1: CONTINUING LEGAL EDUCATION COMMISSION

- (a) There is hereby established the Nebraska Continuing Legal Education Commission (the "Commission"). The Commission shall administer these rules subject to the supervision of the Supreme Court.
- (b) The Commission shall consist of seven members: one attorney from each of the six Supreme Court Districts, appointed by the Supreme Court after taking into consideration the recommendation of the Executive Council of the Nebraska State Bar Association; and one judge, appointed by the Supreme Court. Members shall serve three-year terms; except that of the members initially appointed, two shall serve for one year, two shall serve for two years, and three shall serve for three years. The Commission shall annually elect one of the members to serve as chair. Any vacancy occurring on the Commission shall be filled by the Supreme Court, provided that if the vacancy is for an attorney, such vacancy shall be filled by the Supreme Court after taking into consideration the recommendation of the Executive Council of the Nebraska State Bar Association. Membership on the Commission may be terminated as to any member by the Supreme Court at its discretion. The members shall be entitled to reimbursement for reasonable travel, lodging and other expenses incurred in the performance of official duties.
- (c) The Commission shall appoint a secretary of the Commission, which may be the executive director of the Nebraska State Bar Association. The Commission shall annually submit a budget to be approved by the Supreme Court.
- (d) The Commission shall administer the program of mandatory CLE established by these rules. It may formulate rules and regulations and prepare forms consistent with these rules pertaining to its functions and modify or amend the same from time to time, providing all such rules, regulations and forms and any modifications or amendments shall be approved by the Supreme Court. All rules, regulations and forms shall become effective upon the date set by the Supreme Court at the time of their approval.
- (e) The Commission shall meet at such times and places as it determines.

NEBRASKA SUPREME COURT CLE RULE 2: REQUIRED CONTINUING LEGAL EDUCATION

- (a) Unless exempt under subsection (d) of this rule, each attorney admitted to practice law in Nebraska shall earn a minimum of 36 CLE credit hours in each three-year reporting period. Of the 36 hours, at least six hours shall be in the area of professional responsibility. As used herein, professional responsibility includes instruction in the following areas: (i) legal ethics, (ii) professionalism, (iii) diversity in the legal profession, (iv) malpractice prevention, (v) recognizing and addressing substance abuse and mental health issues in the legal profession, (vi) the Supreme Court Rules Relating to Discipline of Attorneys and/or accepted policies and standards as they directly relate to law firm management, and (vii) the duties of attorneys to the judicial system, public, clients, and other attorneys.
- (b) An attorney completing more than 36 CLE credit hours during one three-year reporting period may receive credit in the next succeeding three-year reporting period for the CLE credit hours earned in excess 36 CLE credit hours, provided that the excess CLE credit hours carried over into the succeeding period may not exceed 18.
- (c) CLE credit hours for each attorney shall be reported to the Commission in such form and manner as the Commission shall prescribe.
- (d) The following attorneys shall not be required to fulfill CLE requirements:
 - (1) Attorneys during the time they are on inactive status pursuant to Supreme Court Rule Creating, Controlling and Regulating the Nebraska State Bar Association, Article III, Sec. 2.b.
 - (2) Members of the United States Armed Forces under the following circumstances:
 - (a) Attorneys who are on continuous Active Military Service under Title 10 or Title 32 of the United States Code, or State Active Duty under the jurisdiction of any State or Territory of the United States for a period of at least 28 months during the 3 year reporting period.
 - (b) Active component members or members of the Reserve Forces of the United States Military who are serving in excess of 30 days but less than 28 months of continuous active duty military service under Title 10 or Title 32 of the United States Code, or State Active Duty under the jurisdiction of any State or Territory of the United States. Upon release or discharge from service as described in this paragraph, said attorney shall have either 18 months or until the end of the 3 year reporting period, whichever is longer, to obtain the required CLE credit hours.
 - (3) Others exempt by the Commission for good cause.
- (e) Newly admitted attorneys shall be subject to this requirement beginning January 1 of the year following their admission.

- (f) The Commission shall have authority to investigate and audit compliance by attorneys with these CLE Rules.
- (g) The Commission may grant waivers or extensions of time to complete CLE requirements because of hardship, disability, or other good cause.
- (h) An attorney who submits a false report of CLE credits or who fails to correct an erroneous transcript of CLE credits received from the Commission shall be subject to disciplinary proceedings under Nebraska Rules of Professional Responsibility 8.1.

NEBRASKA SUPREME COURT CLE RULE 3: ACCREDITED CLE PROGRAM SPONSORS - PROCEDURE FOR ACCREDITATION OF SPONSORS

An accredited CLE program sponsor is a person or organization who has qualified as an accredited CLE program sponsor under subparts (a) and (b) of this Rule. An accredited CLE sponsor's programs that meet the educational goal of Rule 4 are automatically approved for CLE credit so long as the program sponsor pays the annual fee and complies with all other conditions established by the Commission as a condition precedent to being an accredited CLE program sponsor.

- (a) An organization or person desiring to become an accredited CLE sponsor may apply for accreditation to the Commission. The Commission may accredit an organization or person if the Commission is satisfied that the person or organization's programs meet the standards set forth in Nebraska Supreme Court CLE Rule 4 and provided the person or organization complies with the following:
 - (b)
 - (1) The person or organization submits to the Commission, on a form approved for that purpose, information on CLE programs offered during the two years immediately preceding the request for accredited CLE sponsor status. If the person or organization has been offering CLE courses for five years or less, the Commission may, at its discretion, request submission of course materials for inspection.
 - (2) The sponsor pays an annual fee as determined by the Commission to maintain its status as an accredited sponsor.
 - (c) The Commission may, at any time, re-evaluate the programs being presented by an accredited CLE sponsor. If after such re-evaluation the Commission finds there is cause for revocation of the accreditation of a sponsor, the Commission shall issue a show cause order why such accreditation should not be revoked, and the Commission may, at its discretion, hold a hearing thereupon and may revoke the accreditation of the sponsor. If the Commission in its judgment concludes that a course fails to meet the standards for approval, it may deny or withdraw approval for the course even though offered by an accredited sponsor.

NEBRASKA SUPREME COURT CLE RULE 4: STANDARDS FOR INDIVIDUAL COURSE APPROVAL.

- (a) An individual course offered by other than an accredited CLE sponsor may be approved for credit if it is an organized activity which has as its goal the teaching of a subject matter primarily related to the practice of law or to a discipline in which further education of attorneys would be beneficial to the practice of law. Attendees and faculty are entitled to CLE credit if the Commission determines on written application of the person or entity offering the individual course that the CLE activity meets the following standards:
 - (1) It constitutes an organized program of learning (including a lecture, workshop or symposium) which contributes directly to the professional competency of an attorney; and
 - (2) It pertains to legal subjects or other subject matters having significant intellectual or practical content relating to the practice of law, or to the education of attorneys with respect to their professional responsibility; and
 - (3) It is conducted or taught by attorneys or other persons who have the necessary academic or practical skills to conduct the course effectively, and who have special education, training, and experience by reason of which they should be considered knowledgeable concerning the subject matter of the programs; and
 - (4) Before or at the course each attendee must be provided with written course materials which substantively pertain to the subject matter of the program and are of a quality and quantity which indicate that adequate time has been devoted to their preparation and that they will be of value to the registrants in the course of their law practice.
- (b) A course may involve attendees who are not in the same physical location through the use of webcasts, simultaneous broadcasts or other mediums provided, however, that those not physically attending have substantially the same opportunity for interaction with those teaching the course as they would if physically present at the same location.

NEBRASKA SUPREME COURT CLE RULE 5: CREDIT FOR ACTIVITIES OTHER THAN ATTENDING APPROVED COURSES

- (a) Subject to the limitations of subsection (b) of this rule, an attorney may receive CLE credit for activities other than the attendance at courses offered by accredited CLE sponsors or individual courses approved under Rule 4.
- (b) An attorney may receive CLE credit for activities other than attending courses offered by accredited CLE sponsors or individual courses approved under Rule 4(a) as follows:
 - (1) Up to 18 hours in any reporting period for self-study of subjects and materials that meet the requirements of Rule 4. An attorney seeking credit for self-study

must make a written application to the Commission describing the time spent in self-study, the subjects covered and an explanation as to how the self-study meets the requirements of Rule 4.

- (2) Up to 18 hours in any reporting period for approved “in-house” CLE programs. For purposes of these rules, an “in-house” CLE program is a continuing legal education program given by, for or to a select private audience, such as a law firm, corporation or single governmental entity, not open for admission to other members of the legal community generally. In order for an in house CLE program to be approved, the Commission must approve it on application of the provider no fewer than 30 days before the commencement of the program. The application must include a description of the dates, times, places, faculty members and the subject matter of the program and an explanation of how the program meets the requirements of Rule 4.
- (3) Up to 15 hours in any reporting period for teaching approved CLE programs. An attorney seeking credit for teaching approved CLE programs must make a written application to the Commission with an explanation of the time spent in preparation for teaching the CLE program. The foregoing credits shall be in addition to credits for attendance at the approved CLE program. No credit shall be awarded for teaching directed primarily to candidates for a law degree.
- (4) Without limitation as to number of hours, for attendance at educational activities that are not approved in advance, but are subsequently approved by the Commission, provided that the attorney seeking credit, before or after the activity, submits to the Commission a written report which shall include a brief résumé of the activity, its dates, subjects, instructors and their qualifications, a copy of the program outline, program brochure, and an explanation of how the activity meets the requirements of Rule 4. Within a reasonable time after receipt of the written report and accompanying materials, not to exceed 90 days, the Commission shall advise the attorney in writing by ordinary mail that the activity is or is not approved, or if the number of credit hours approved is less than requested.
- (5) Without limitation as to number of hours, for other education, activities and/or programs that meet the educational goal of Rule 4 consistent with Regulations to be adopted by the Commission to implement these Rules.

NEBRASKA SUPREME COURT CLE RULE 6: SUSPENSION FROM THE PRACTICE OF LAW

- (a) An attorney who fails to meet the minimum requirements of these rules, including, but not limited to, the reporting of CLE credits, or who fails to pay any fees required under these rules or established by Regulations adopted by the Commission, shall be suspended from the active practice of law in Nebraska unless a waiver of the rules for good cause has been granted by the Commission.

- (b) In the event any attorney shall fail to comply with these rules in any respect, the Commission shall promptly notify the attorney of the nature of the noncompliance by sending a notice thereof to the attorney's last known address by certified mail, return receipt requested. The statement shall advise the attorney that within 90 days either the noncompliance must be corrected or a written request for a waiver of compliance shall be filed with the Commission, supported by an affidavit establishing good cause for such waiver, and if the lack of compliance is not corrected, suspension of the attorney could result. If compliance does not occur, and it is not waived, a statement of noncompliance shall be filed by the Commission with the Nebraska State Bar Association, which shall report receipt thereof to the Supreme Court. The Supreme Court shall enter an order to show cause why the attorney should not be suspended from the active practice of law and the Supreme Court shall, after hearing thereon, enter such an order as it may deem appropriate. If an order of suspension shall be entered, the attorney shall not practice law until restored to good standing. Whenever an attorney suspended hereunder should comply with all requirements for reinstatement under these rules and the rules of the Commission, including the payment of all fees associated therewith, the attorney shall be entitled to reinstatement upon request.
- (c) At the time of an attorney's written request for a waiver, exception, or alternative program, the attorney may request a hearing before the Commission. The request shall be in writing and may be granted by the Commission upon the issues raised by the attorney. A statement of noncompliance concerning the attorney shall not be filed with the office of Disciplinary Counsel unless suspension is recommended by the Commission after any such hearing.

NEBRASKA SUPREME COURT CLE RULE 7: REINSTATEMENT

- (a) Attorneys who have been on inactive status for more than twelve months, prior to being granted active attorney status, shall submit to the Supreme Court a written request for active attorney status, together with a written statement from the Commission which evidences the completion of twelve hours of approved CLE in the twelve months immediately preceding their application for active status and the payment to the Commission of the reinstatement fee as established by the Commission. Such twelve hours of approved CLE shall also apply as CLE credit for the next three-year reporting period that commences after the attorney is returned to active status.
- (b) Attorneys suspended from the practice of law under these rules, prior to reinstatement to the practice of law in Nebraska, shall submit to the Supreme Court a written request for reinstatement, together with a written statement from the Commission which evidences the payment to the Commission of the reinstatement fee as established by the Commission and the make up of any deficiency in the CLE requirements incurred prior to suspension.
- (c) The order of reinstatement of the Supreme Court after suspension or disbarment shall specify the minimum number of hours of CLE credits which the attorney is required to earn from the time of his or her reinstatement until the end of his or her next three-year reporting period.

NEBRASKA SUPREME COURT CLE RULE 8: CONFIDENTIALITY

Unless otherwise directed by the Supreme Court, the files, records and proceedings of the Commission shall be confidential and shall not be disclosed except in furtherance of the Commission's duties or upon request of the attorney affected. Statistical abstracts may, however, be drawn therefrom and entered in anonymous fashion. Notwithstanding the foregoing, any member of the Nebraska State Bar Association may determine upon inquiry the status of his or her CLE credits.

NEBRASKA SUPREME COURT CLE RULE 9: EFFECTIVE DATE

These rules shall be effective on or after January 1, 2008. Attendance at any approved program three months prior to the commencement of the initial three-year reporting period shall apply toward CLE requirements for the first three-year reporting period.

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RULES ADOPTED BY THE NEBRASKA CONTINUING LEGAL EDUCATION COMMISSION

COMMISSION RULE 1: PURPOSE

The Continuing Legal Education ("CLE") rules are established by the Nebraska Continuing Legal Education Commission ("Commission") to implement the Nebraska Supreme Court Rules pertaining to minimum CLE for attorneys admitted to practice law in Nebraska.

COMMISSION RULE 2: DEFINITIONS

- 2.01 Reporting period: The initial reporting period shall begin on January 1, 2008 and end on December 31, 2010. The Nebraska State Bar Association shall divide the active membership of the NSBA into three equal groups. Each group shall report in three-year reporting periods on an alternating basis. All succeeding reporting periods shall begin on January 1 of a designated year and end on December 31 of the following third year.
- 2.02 Commission: Nebraska Continuing Legal Education Commission.
- 2.03 Credit hour: 60 minutes spent by an attorney in instructional programming at an approved CLE activity.
- 2.04 In-house activity: A CLE program given by, for or to a select private audience, such as a law firm, corporation or single governmental entity, not open for admission to other members of the legal community generally. When determining if a program is in-house, the Commission shall consider attendees and advertising, not the provider of the education.
- 2.05 Active member: As defined in the Rules Creating, Controlling and Regulating the Nebraska State Bar Association, Article III.
- 2.06 Inactive member: As defined in the Rules Creating, Controlling and Regulating the Nebraska State Bar Association, Article III.
- 2.07 Program sponsor or sponsor: Any person or entity presenting or offering to present one or more continuing legal education programs.
- 2.08 Accredited sponsor: An organization whose entire continuing legal education program has been accredited by the Commission.
- 2.09 Faculty member: A person qualified by practical or academic experience to teach at an approved CLE program.

COMMISSION RULE 3: CREDITS – COMPUTATION

- 3.01 Credit for approved programs shall be awarded on the basis of one credit hour for each 60 minutes actually spent in attendance at approved or accredited CLE activities. Credit may be claimed for less than one credit hour. Increments are in one-quarter hour segments. No credit will be given for less than 15 minutes.
- 3.02 The number of credit hours assigned to an approved program reflects the maximum that may be earned by attending the entire program. Only actual attendance earns CLE credit.
- 3.03 Credit cannot be earned for time spent for introductory remarks, coffee and luncheon breaks, or business meetings. Keynote addresses will be reviewed on an individual program basis.
- 3.04 Credit will not be given for any courses attended before admission to practice law in Nebraska. Credit may be earned through formal enrollment and education of a postgraduate nature, either for credit or by audit, in an accredited law school. Upon written application, the Commission may award such credit as it deems appropriate.
- 3.05 An in-house activity, to receive approval, shall meet all of the following standards:
- (a) The activity shall meet the standards for program approval in Nebraska Supreme Court CLE Rule 5(b)(2). Written materials and/or course outlines, which shall include a list of learning objectives, shall be filed with the Commission at least 30 days prior to presentation. A submission that is either received by the Commission or postmarked on that date shall be considered as timely filed.
 - (b) The course must be open to in-person monitoring/observation by any member of the Commission or its designated representative. To this end, the Commission must be notified 30 days in advance of the date, time and place of any in-house presentation for which credit shall be sought.
 - (c) The activity must be scheduled at a time and location so as to be free of interruptions from telephone calls and other office matters.
- 3.06 Upon written application pursuant to Supreme Court CLE Rule 5(b)(5), the Commission may award such credit as it deems appropriate for preparing and speaking at an approved CLE program and for preparing written materials which are distributed at an approved CLE program. The foregoing credits shall be in addition to credits for attendance at an approved CLE program. Repeat presentations at an approved CLE program may qualify for additional credit at the discretion of the Commission, provided that credit for no more than two repeat presentations may be awarded during each three-year reporting period.
- 3.07 Upon written application, the Commission may award such credit as it deems appropriate for research activities, upon written application by attorneys engaged in such activities, provided the activity (1) has produced published findings in the form of articles, chapters, monographs, or books, personally authored, in whole or in part, by the applicant, and (2) contributes substantially to the CLE of the applicant and other

attorneys. Articles, monographs, and books directed to nonattorney audience readers, while resulting in self-improvement as a form of self-study, do not qualify for credit hereunder.

COMMISSION RULE 4: CREDITS – REPORTING

- 4.01 After the initial reporting period established in Commission Rule 2.01, the deadline for reporting CLE credits shall be no later than December 31 of the three-year reporting period.
- 4.02 All accredited sponsors of CLE activities shall enroll all attendees on enrollment forms approved by the Commission. Upon completion of an approved course, sponsors shall forward the list of attendees to the Commission or to a repository of attendance records designated by the Commission.
- 4.03 An attorney may report approved CLE credits using an Affidavit of CLE Attendance in a form approved by the Commission.
- 4.04 On or before December 1 of each three-year period, the Commission shall forward a transcript of completed CLE credits to the attorney. To avoid delinquency, attorneys must report to the Commission any additional CLE credits, corrections or other changes to the transcript no later than December 31 of the three-year reporting period, or the transcript shall be deemed to be complete and accurate by the Commission.
- 4.05 An attorney whose transcript indicates compliance with the CLE requirements may assume that he or she is in compliance and no additional action need be taken by the attorney. If upon review of the transcript the attorney is aware of mistakes, the attorney shall have a duty to notify the Commission of the mistake no later than December 31 of the three-year reporting period and take any action necessary to comply with the CLE requirements.

COMMISSION RULE 5: WAIVERS AND EXTENSIONS OF TIME

- 5.01 The Commission may, in individual cases involving disability, hardship or extenuating circumstances, grant waivers of the minimum educational requirements or extensions of time within which to fulfill the same or make the required reports. No waiver or extension of time shall be granted unless written application therefore shall be made on forms prescribed by the commission. A fee will be assessed on all waiver or extension of time applications received after January 15 of the year following the year in which the alleged hardship occurred.
- 5.02 Waivers of the minimum educational requirements may be granted by the Commission for any period of time not to exceed one year. In the event that the disability, hardship or extenuating circumstances upon which a waiver has been granted continue beyond the period of the waiver, the attorney must reapply for an extension of the waiver. The commission may, as a condition of any waiver granted, require the applicant to make up

a certain portion or all of the minimum educational requirements waived by such methods as may be prescribed by the Commission.

- 5.03 Extensions of time within which to fulfill the minimum educational requirements may, in individual cases involving disability, hardship or extenuating circumstances, be granted by the commission for a period not to exceed six months immediately following expiration of the year in which the requirements were not met. Hours of minimum educational requirement completed within such an extension period shall be applied first to the minimum educational requirement for the preceding year and shall be applied to the current or following year only to the extent that such hours are not required to fulfill the minimum educational requirement for the preceding year.

COMMISSION RULE 6: FAILURE TO COMPLY

- 6.01 If it appears that an attorney has not met the minimum credit requirements of a the applicable reporting period, the Commission shall forward notice of the noncompliance to the attorney's last known address by certified mail, return receipt requested. Within 90 days following the date of such notice, the attorney shall take steps necessary to meet the CLE requirements for the prior reporting period, or shall request a waiver in writing with supporting affidavit showing good cause for such noncompliance. The press of business shall not be considered good cause for noncompliance. After this 90-day period, if the attorney fails to report CLE credits sufficient to permit retroactive compliance with the rule, or fails to submit an affidavit of compliance or is not granted a waiver or extension from the Commission, the Commission shall file a statement of noncompliance with the Nebraska State Bar Association.
- 6.02 An attorney who submits a false report of CLE credits or who fails to correct a false transcript of CLE credits received from the Commission shall be subject to disciplinary proceedings under Nebraska Rule of Professional Responsibility 8.1.

COMMISSION RULE 7: HEARINGS

- 7.01 If so requested, the Commission may grant a hearing on any disputed issue under these rules or the Nebraska Supreme Court CLE rules. If granted, such hearing shall be held by a hearing panel of three members of the Commission, as designated by the Commission, which hearing panel shall proceed as follows:
- (a) Serve a notice of the time and place of the hearing on the parties by certified mail, return receipt requested, addressed to any attorney at the address of the attorney as registered with the Nebraska State Bar Association.
 - (b) Hold a hearing upon not less than twenty days' notice to the parties, at which hearing the parties shall have the right to be heard. Such hearing shall not be an adversary proceeding but shall be in the nature of an additional investigation. The parties shall be permitted to be represented by counsel; examine and cross-

examine witnesses; and may file with the hearing panel any statement, answer, affidavit, document, exhibit, or such other evidence as may be relevant and material.

- (c) The hearing panel shall have the right to receive any type of evidence it deems relevant and material, including sworn statements. The hearing need not be conducted in accordance with the ordinary rules of evidence.
- (d) At the hearing, the hearing panel may continue and adjourn the hearing and proceedings from time to time. If such continuance or adjournment is ordered, the hearing panel shall give notice thereof to the parties, by certified mail, return receipt requested, unless such parties were present in person or by counsel when such continuance or adjournment was announced.
- (e) At the conclusion of the hearing, the hearing panel shall make findings of fact and conclusions of law and order appropriate corrective action. A copy of the findings, conclusions and order shall be sent to all parties to the hearing.

COMMISSION RULE 8: FEES

- 8.01 The cost of administering this program shall be included within the budget of the Nebraska State Bar Association.
- 8.02 Attorneys who fail to receive a waiver or exemption or otherwise comply with the minimum CLE requirements prior to the end of the applicable reporting period shall be required to pay a processing fee, as determined by the Commission, in order for the Commission to process their request for a waiver or their affidavit showing compliance.
- 8.03 A service fee as determined by the Commission shall be assessed for all checks returned to the Commission.
- 8.04 All fees charged by the Commission shall be approved by the Nebraska Supreme Court. The schedule of fees shall be published by the Commission.

COMMISSION RULE 9: COMMISSION AUDIT OF ACTIVITIES

- 9.01 To assure compliance with these rules, sponsors shall allow Commission members and staff to attend, free of charge, any CLE programs. Such attendance shall not qualify for CLE credit.

COMMISSION RULE 10: CONFIDENTIALITY

- 10.01 Unless otherwise directed by the Supreme Court, the files, records and proceedings of the Commission shall be confidential and shall not be disclosed except in furtherance of the Commission's duties or upon request of the attorney affected. Statistical abstracts

may, however, be drawn therefrom and entered in anonymous fashion. Notwithstanding the foregoing, any member of the Nebraska State Bar Association may determine upon inquiry the status of his or her CLE credits.

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